

Agenda Items & Actions Board of Directors Special Meeting December 16, 2009

The following is a summary of agenda items and actions taken at the December 16, 2009, Board of Directors special meeting:

Directors Present: Nelda Blair, Tom Campbell, Peggy Hausman, Claude Hunter, Bob Kinnear, Lloyd Matthews, Vicki Richmond, Ed Robb, Alex Sutton, and Bruce Tough

Directors Absent: Kemba DeGroot

- 1. The meeting was called to order at 9:00 a.m.;
- 2. Consider and act upon adoption of the meeting agenda;
 - Motion to adopt the agendas passed unanimously.
- 3. Recognize public officials;
 - Garry Watts-Mayor of Shenandoah
 - Joel Deretchin-TWA and WCOA President
- 4. Public comment;
 - Howard Katz-Removing certain properties in The Woodlands Township from Harris County Emergency Services District No. 7
 - Phillip Givens-Magnolia ISD rezoning of May Valley and Village Association Service Agreements (handout)
 - James Lawrence-May Valley rezoning
- 5. Consider and act upon approval of the minutes of the November 16, 2009 special meeting of the Board of Directors of The Woodlands Township;
 - Motion to approve the minutes passed unanimously.
- 6. Receive and act upon the Financial Report;

- Motion to accept the Financial Report passed unanimously.
- 7. Receive and consider a report from the Community Associations of The Woodlands;
 - Report-No action needed
- 8. Discuss proposed school district boundary changes in the May Valley area;
 - Information sharing
- 9. Receive and consider a presentation regarding the preliminary schematic design for Creekside and Indian Springs Fire Stations;
 - Presentation-no action needed
- 10. Receive and consider a presentation from Drew Masterson, Managing Director of FirstSouthwest Company, regarding the next steps in the bond issuance process;
 - Presentation-no action needed
- 11. Consider and act upon a recommendation from the Executive Committee confirming the engagement of Schwartz, Page & Harding, L.L.P. to serve as bond counsel in connection with the issuance, sale, and delivery of all bonds to be sold by The Woodlands Township and authorize the Chairman of the Board to execute a professional services agreement in connection therewith;
 - Motion to authorize the Chairman to execute a professional services agreement passed with Directors Blair, Campbell, Hunter, Matthews, Richmond, Robb, Sutton and Tough voting "yes" and Director Hausman voting "no".
- 12. Consider and act upon service agreements with the Center for Houston's Future, Opportunity Houston, and Leadership Montgomery County;
 - Motion to approve and authorize the President to sign a service agreement with the Center for Houston's Future passed unanimously.
 - Motion to approve and authorize the President to sign service agreements with Opportunity Houston and Leadership Montgomery County passed unanimously.
- 13. Consider and act upon a Memorandum of Understanding with the City of Shenandoah relating to the provision of services for areas that have Woodlands Covenants and are not within the boundaries of The Woodlands Township;
 - Motion to approve a Memorandum of Understanding with the City of Shenandoah passed unanimously.
- 14. Consider and act upon adopting a resolution removing certain properties in The Woodlands Township from Harris County Emergency Services District No. 7 and Montgomery County Emergency Services District Nos. 4, 8, 10, & 14;
 - Motion to adopt the resolution passed unanimously.

- 15. Consider and act upon a recommendation from the Investment Committee regarding an annual review of investment policies and strategies, and adoption of a resolution in connection therewith;
 - Motion to adopt the resolution passed unanimously.
- 16. Consider and act upon approval of investment training for Investment Officers of The Woodlands Township in accordance with the Investment Policy of The Woodlands Township;
 - Motion to approve the source of public funds investment training passed unanimously.
- 17. Consider and act upon adoption of a Resolution Adopting a List of Qualified Brokers authorized to engage in investment transactions with the Woodlands Township;
 - Motion to adopt the resolution passed unanimously.
- 18. Consider and act upon a proposed First Amendment to the Waterway Maintenance, Use, and Operations Agreement;
 - Motion to approve the First Amendment passed with Directors Blair, Campbell, Hausman, Hunter, Kinnear, Matthews, Richmond, Robb, and Tough voting "yes" and Director Sutton abstaining.
- 19. Consider and act upon acceptance of a Waterway Square easement over the kiosk tracts from The Woodlands Development Company;
 - Motion to approve a Waterway Square easement passed with Directors Blair, Campbell, Hausman, Hunter, Kinnear, Matthews, Richmond, Robb, and Tough voting "yes" and Director Sutton abstaining.
- 20. Consider and act upon a recommendation from the Executive Committee regarding approval of the Personnel Policy Manual for The Woodlands Township;
 - Motion to approve the Personnel Policy Manual passed unanimously.
- 21. Consider and act upon approval of service agreements between the Village Associations and The Woodlands Township and authorize the President to sign the agreements in connection therewith;
 - Motion to approve and authorize the President to sign the service agreements passed unanimously.
- 22. Consider and act upon an Asset Lease and Service Agreement between The Woodlands Township and The Woodlands Fire Department, Inc. regarding operating equipment, services and funding required per the Transition Agreement;
 - Motion to authorize an Asset Lease and Service Agreement and authorize the President to sign the agreement passed unanimously.
- 23. Consider and act upon the Real Property Lease Agreement between The Woodlands Township and The Woodlands Fire Department for real property assets required for continued operations

per the Transition Agreement;

- Motion to authorize the Real Property Lease Agreement and authorize the President to sign the agreement passed unanimously.
- 24. Consider and act upon authorizing the President, the Chairman or a Vice-Chairman of the Board of Directors to execute any acceptances or receipts for conveyances, assignments, or transfers of real, personal, mixed or intellectual properties, filings, name changes, notices, or other documents related to the Transition Agreement and the transactions required thereunder;
 - Motion to authorize the President, the Chairman or a Vice-Chairman of the Board of Directors to execute the above items passed unanimously.
- 25. Consider and act upon modification of existing contracts and agreements held by The Community Associations of The Woodlands where the vendor will not allow the existing agreement terms to be assumed by The Woodlands Township;
 - Motion to authorize a five year lease agreement with American Business Machines passed unanimously.
- 26. Consider and act upon The Woodlands Township's appointments to The Woodlands Fire Department Board of Directors in accordance with the Second Amendment to the Transition Agreement;
 - Motion to postpone any appointments until June 2010 passed unanimously.
- 27. Consider and act upon The Woodlands Township's appointments to The Woodlands Community Service Corporation Board of Directors in accordance with the Second Amendment to the Transition Agreement;
 - Motion to postpone any appointments until June 2010 passed unanimously.
- 28. Consider and act upon The Woodlands Township's appointments to The Woodlands Recreation Centers, Inc. Board of Directors in accordance with the Second Amendment to the Transition Agreement;
 - Motion to postpone any appointments until June 2010 passed unanimously.
- 29. Consider and act upon The Woodlands Township's appointment to the Parks and Recreation Advisory Council;
 - Motion to appoint Director Hunter to the Parks and Recreation Advisory Council passed unanimously.
- 30. Consider and act upon a recommendation from the Committee on Governance and Nominations regarding The Woodlands Township's appointments to the Development Standards Committee (DSC) in accordance with the Transition Agreement;

- Motion to appoint Chris Forack, Ken Parker, Deborah Sargeant, and Michael Sawran to the DSC passed with Directors Blair, Campbell, Hunter, Kinnear, Matthews, Richmond, Robb, Sutton, and Tough voting "yes" and Director Hausman voting "no".
- 31. Consider and act upon appointment of The Woodlands Land Development Company's representatives to the Development Standards Committee in accordance with the Mutual Benefits Agreement:
 - Motion to appoint Ken Anderson, Kim Hess, and Robert Heineman to the DSC passed with Directors Blair, Campbell, Hunter, Kinnear, Matthews, Richmond, Robb, Sutton, and Tough voting "yes" and Director Hausman voting "no".
- 32. Consider and act upon an appointment to the Booking & Blocking Committee of The Woodlands Township;
 - Motion to approve the reappointment of Mark Golibart for a two-year term and Sheron Jones for a one-year term passed unanimously.
- 33. Consider and act upon the establishment of a uniform election calendar for The Woodlands Township's Board of Director Elections, as established by the Secretary of State for local political subdivisions, and authorize the President to post notice of the candidate application filing period relative to the upcoming election on May 8, 2010;
 - Motion to adopt the Texas Secretary of State Uniform Election calendar for local political subdivisions passed unanimously.
- 34. Consider and act upon approval of payment of invoices for legal services rendered by The Woodlands Township's legal counsel, Schwartz, Page & Harding, L.L.P.;
 - Motion to approve the payment passed unanimously.
- 35. Consider and act upon adoption of a schedule of regular meeting dates for The Woodlands Township Board of Directors for the following calendar year;
 - Motion to adopt the schedule passed unanimously.
- 36. Recess to Executive Session to discuss matters relating to real property pursuant to §551.072, Texas Government Code; deliberation of economic development negotiations pursuant to §551.087, Texas Government Code; discuss personnel matters pursuant to §551.074, Texas Government Code; and to consult with The Woodlands Township's attorney concerning pending Litigation pursuant to §551.071, Texas Government Code;
 - Not necessary
- 37. Reconvene in Public Session;
 - Not necessary
- 38. Administrative Reports;

- Marketing & CVB Report: new website for the Township, new Township magazine, Pass the Keys Ceremony to be held Thursday, January 7, 2010, Avia Hotel opening, LOTD/iWOW event was successful, Ice Rink is doing well
- Operations & Public Safety Report: none
- 39. Consideration of items to be placed on the agenda for the next meeting;
 - Director Hausman requested information sharing on the following items: over age 65 tax exemption, pedestrian bridges, and landscape maintenance for Post Offices.
 - Director Robb requested that the Chair appoint a subcommittee to look into a sister city for The Woodlands Township.
- 40. Board announcements; and
 - Township EDZ meeting to follow
 - Director Richmond welcomed a new grandchild (a girl) on Dec. 12, 2009.
- 41. The meeting was adjourned at 11:47 a.m.